CLAIMS:

1. A downhole tool for attachment in a production string in a well bore having a casing comprising:

a tubular housing having a first fluid passage and a longitudinal axis;

a movable seal coupled to an exterior of the housing, the seal adapted to substantially block a flow of fluid through the first fluid passage when the seal is in a closed position and to allow the flow of fluid when the seal is in an open position,

an actuating device comprising a plurality of scissor arms coupled to the movable seal such that in response to a first predetermined condition, the scissor arms move laterally causing the movable seal to move longitudinally from the closed position to the open position, and

a valve in communication with the first fluid passage, such that upon a second predetermined condition the valve allows the flow of fluid through a second fluid passage.

- 2. The downhole tool of claim 1 wherein the first fluid passage comprises a longitudinal fluid passage and at least one fluid exit port.
- 3. The downhole tool of claim 2 wherein the movable seal comprises a hollow cylindrical sleeve disposed longitudinally around the first fluid passage adapted to slidably move between the closed position and the open position, wherein in the closed position the sleeve covers the at least one fluid exit port.
- 4. The downhole tool of claim 1 wherein the actuating device further comprises: a movable sleeve coupled to the movable seal; wherein said plurality of scissor arms are coupled to the movable sleeve.
- 5. The downhole tool of claim 4 further comprising an anchor coupled to the housing to allow the movable sleeve to move relative to the housing.

- 6. The downhole tool of claim 4 further comprising a plurality of connecting rods coupling the movable sleeve to the movable seal such that when the movable sleeve moves, the movable seal moves.
- 7. The downhole tool of claim 1 wherein the valve comprises: an entrance port of the second fluid passageway, a ball,

a biasing mechanism positioned to exert a biasing force upon the ball to normally maintain the ball against the entrance port such that fluid flow is prevented from entering the second fluid passageway.

8. The downhole tool of claim 1 wherein the valve comprises: an entrance port of the second fluid passageway, a plunger,

a biasing mechanism positioned to exert a biasing force upon the plunger to normally maintain the plunger against the entrance port such that fluid flow is prevented from entering the second fluid passageway.

- 9. The downhole tool of claim 1, further comprising a guide mounted to the body to assist in centralizing it in the casing and to protect the tool as it is inserted into the casing.
- 10. A fill tool for a casing, the fill tool comprising:

a body having an internal passage leading to at least one outlet port adjacent a lower end of said body;

a movable seal mounted externally to the body;

an actuator comprising a plurality of scissor arms positioned about the body and adapted to laterally collapse upon insertion into the casing; and

a valve coupled to the movable seal and positioned external to the internal passage, the valve movable between an open and closed position in response to the lateral movement of said actuator upon insertion into and substantial removal of the

body from the casing.

- 11. The fill tool of claim 10, further comprising a movable sleeve coupled to the movable seal and the scissor arms such that when the scissor arms move laterally, the movable sleeve and movable seal move longitudinally.
- 12. The fill of claim 11 further comprising an anchor coupled to the housing to allow the movable sleeve to move relative to the housing.
- 13. The fill tool of claim 10, further comprising:
 a guide mounted to the body to assist in centralizing it in the casing and to
 protect the tool as it is inserted into the casing.
- 14. The fill tool of claim 10, further comprising a valve in communication with the internal passage, such that upon a predetermined condition the valve is adapted to allow the flow of fluid through a second fluid passage.
- 15. A method for filling a well casing, the method comprising:

coupling a fill tool to a lower end of a tubing, the fill tool having: a first fluid passage; a movable valve in communication with the first fluid passage and positioned in a closed configuration about an exterior of the tool; and an actuating device comprising a plurality of scissor arms coupled to the movable valve,

lowering the tool into the opening to actuate the actuating device by laterally collapsing the scissor arms thereby moving the valve to an open position, and

injecting fluid into the tubing such that the fluid flows through the fluid passage and the valve.

16. The method of claim 15 further comprising: raising the tool from the casing, and closing the valve to retain the fluid.

17. The method of claim 16 further providing a second valve such that upon a second predetermined condition the second valve allows the flow of fluid through a second fluid passage.